

Alan E. Marder, Esq.
MEYER, SUOZZI, ENGLISH & KLEIN, P.C.
990 Stewart Avenue, Suite 300
PO Box 9194
Garden City, New York 11530
(516) 741-6565

*Attorneys for Mt. Helix Real Estate
Investment Fund LLC*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF NEW YORK**

-----X
In re

ALICE PHILLIPS BELMONTE

**Chapter 7
Case No. 12-76045 (AST)**

Debtor.

-----X
HAROLD D. JONES, Chapter 7 Trustee,

Plaintiff,

Adv. Proc. No. 14-08097 (AST)

- against -

**MT. HELIX REAL ESTATE INVESTMENT
FUND LLC**

Defendant.

-----X

**DECLARATION OF ALAN E. MARDER IN SUPPORT OF MT. HELIX
REAL ESTATE INVESTMENT FUND LLC'S MOTION TO DISMISS**

ALAN E. MARDER, pursuant to 28 U.S.C. § 1746, declares the following to be true
under penalty of perjury:

1. I am an attorney at law, duly admitted to practice in the State of New York and
before this Court, and I am a member of Meyer, Suozzi, English & Klein, P.C., counsel to
defendant, Mt. Helix Real Estate Investment Fund, LLC, and as such am familiar with the
matters set forth herein.

2. I submit this declaration in support of Mt. Helix Real Estate Investment Fund, LLC's Motion to Dismiss.

3. Attached hereto as Exhibit A is a true and correct copy of the Delaware Secretary of State's certificate of formation and certificate of registration.

Dated: Garden City, New York
May 13, 2014

/s/ Alan E. Marder
Alan E. Marder

995652v.1

EXHIBIT A

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MT. HELIX REAL ESTATE INVESTMENT FUND, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MT. HELIX REAL ESTATE INVESTMENT FUND, LLC" WAS FORMED ON THE THIRD DAY OF JANUARY, A.D. 2012.

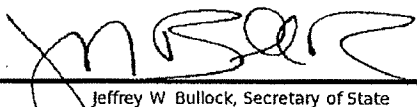
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



5089736 8300

120017397

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9277013

DATE: 01-05-12

201200610065

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "MT. HELIX REAL ESTATE INVESTMENT FUND, LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF JANUARY, A.D. 2012, AT 2:14 O'CLOCK P.M.

5089736 8100

120004804

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9269237

DATE: 01-03-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:49 PM 01/03/2012
FILED 02:14 PM 01/03/2012
SRV 120004804 - 5089736 FILE

STATE of DELAWARE
CERTIFICATE of FORMATION
of
Mt. Helix Real Estate Investment Fund, LLC

The undersigned, desiring to form a limited liability company pursuant to the Delaware Limited Liability Company Act, Title 6 Delaware Code, Chapter 18, hereby certifies as follows:

FIRST: The name of the limited liability company is Mt. Helix Real Estate Investment Fund, LLC.

SECOND: The address of the limited liability company's registered office in the State of Delaware and the name of its registered agent for service of process at such address are:

Corporation Service Company
2711 Centerville Road, Suite 400
Wilmington, DE 19808

THIRD: The limited liability company is formed effective as of the filing of this Certificate of Formation.

IN WITNESS WHEREOF, the undersigned executed this Certificate of Formation of Mt. Helix Real Estate Investment Fund, LLC as of January 3, 2012.

/s/ Karen W. Chan

Karen W. Chan, Authorized Person